

In the United States Bankruptcy Court  
For the Southern District of Texas  
Houston Division

United States Courts  
Southern District of Texas  
FILED  
*July 15, 2020*

In re:	§	David J. Bradley, Clerk of Court
	§	Case No. 18-33836-H1-11
Neighbors Legacy Holdings, Inc.,	§	Chapter 11
et al.	§	Jointly Administered
Debtors	§	
Mark Shapiro, Trustee	§	
Plaintiff	§	
	§	
v.	§	Adv. No. 20-03016
	§	
Tom Vo, et al.	§	
Defendants	§	

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**ORIGINAL ANSWER OF DEFENDANT STUART QUARTERMONT**

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TO THE HONORABLE MARVIN ISGUR UNITED STATES BANKRUPTCY JUDGE:

Comes now, STUART QUARTERMONT ("Defendant Quartermont"), one of the Defendants in the above numbered and titled Adversary Proceeding, and for answer to the Plaintiff's First Amended Complaint (doc 4 Case 20-03016, the "Complaint") filed by Mark Shapiro, Trustee of the Unsecured Creditor Trust of Neighbors Legacy Holdings, Inc. and its Debtor Affiliates (the "Trustee"), Defendant Quartermont respectfully represents:

**Response to Jurisdiction and Venue**

1. Defendant Quartermont admits paragraphs 1 through 6 of the Complaint and agrees that this Court has jurisdiction and venue to consider the Complaint as to Defendant Quartermont. Defendant Quartermont consents to the entry of final orders or judgment by this honorable Court pursuant to BLR 7008-1 and 7012-1. Defendant Quartermont does not know

whether the Court has jurisdiction or venue to consider the Complaint as to Defendants other than Defendant Quartermont.

### **Response to Parties**

2. Defendant Quartermont admits the allegation of paragraph 7 of the Complaint that the Plaintiff, Mark Shapiro, is the Trustee of the Unsecured Creditor Trust (the "Trust") of Neighbors Legacy Holdings, Inc., and its affiliates (the "Debtors").

3. Defendant Quartermont admits the allegations of paragraph 55 of the Complaint.

4. Defendant Quartermont does not have knowledge about and is not able to either admit or deny the allegations of paragraphs 8 through 54 and 56 through 86 of the Complaint. Defendant Quartermont does not know the correct names and identity of the other defendants named in the Complaint.

### **Response to Background Facts**

5. Defendant Quartermont does not have knowledge about and is not able to either admit or deny the allegations of paragraphs 87 through 91 of the Complaint concerning the bankruptcy cases of the Neighbors Debtor Entities, the Chapter 11 Plan, or the creation of the Unsecured Creditor Trust.

### **Neighbors Emergency Centers Alleged Transfers to Defendants**

6. Defendant Quartermont denies the allegations of paragraphs 92 through 96 of the Complaint and demands strict proof thereof.

7. Defendant Quartermont denies that Defendant Quartermont ever made any loans to the Neighbor Debtor Entities (as that term is defined in the Complaint).

8. Defendant Quartermont denies that Defendant Quartermont was a creditor of any of the Neighbor Debtor Entities.

9. Defendant Quartermont denies that he received any payment, alleged in the Amended Complaint and Exhibit A to the Amended Complaint, that were made while there was bankruptcy or insolvency, and requires strict proof thereof.

10. Defendant Quartermont did not receive any payments or transfers from any of the debtor entities except for only NHS Emergency Services, LLC. Defendant Quartermont denies that NHS Emergency Services, LLC was insolvent on the dates of alleged transfers to Defendant Quartermont.

### **Response to Claims and Causes of Action**

11. Defendant Quartermont denies the allegations of paragraphs 97 through 105 of the Complaint as they concern Defendant Quartermont and demands strict proof thereof.

12. Defendant Quartermont does not have knowledge about and is not able to either admit or deny the allegations of paragraphs 97 through 105 of the Complaint with respect to defendants other than Defendant Quartermont.

### **Facts Applicable to All of the Trustee's Theories**

13. Defendant Quartermont did not receive any payments or transfers from any of the debtor entities except for NHS Emergency Services Center, LLC.

14. NHS Emergency Services Center, LLC was non insolvent on the dates of any of the alleged transfers and its Financial Statements prove it was solvent through October 31, 2017.

15. NHS Emergency Services, LLC is a pass through entity for federal income taxes, and did not pay taxes on its income directly to the United States Treasury. The federal income tax liability of NHS Emergency Services, LLC was passed through to the limited partners in proportion to each partners' share of ownership of the limited partnership, and reported on K-1 statements to the individual partners. The money paid by NHS Emergency Services, LLC to its



limited partners was for the purpose and in amounts to enable each partner to pay its share of the partnership's federal income tax liability. The amounts paid to Defendant Quartermont were for that purpose, and Defendant Quartermont paid his share of the federal income tax liability to the United States Treasury with Defendant Quartermont's federal income tax returns. Payment by Defendant Quartermont of his share of the federal income tax liability of NHS Emergency Services, LLC is value and reasonably equivalent value for the amounts received.

**Defenses to the Trustee's Claims for Alleged Receipt of  
Fraudulent Transfers Under Bankruptcy Code Sections 548 and 550**

16. NHS Emergency Services Center, LLC, is not believed to have made any payments or transfers to Defendant Quartermont with actual intent to hinder, delay, or defraud any entity to which NHS Emergency Services, LLC was indebted. Defendant Quartermont is not liable to the Trustee under 11 U.S.C. Section 548(a)(1)(A).

17. On the dates of the alleged transfers, and at all relevant times, NHS Emergency Services Center, LLC was not insolvent, and did not become insolvent as a result of any payments or transfers to Defendant Quartermont. Defendant Quartermont is not liable to the Trustee under 11 U.S.C. Section 548(a)(1)(B)(ii).

18. NHS Emergency Services Center, LLC received reasonably equivalent value in exchange for any alleged transfer to Defendant Quartermont. Defendant Quartermont is not liable to the Trustee under 11 U.S.C. Section 548(a)(1)(B)(i).

19. Defendant Quartermont gave value to NHS Emergency Services Center, LLC in good faith and without knowledge that any alleged transfer to Defendant Quartermont was made by NHS Emergency Services Center, LLC with actual intent to hinder, delay or defraud any creditor. Defendant Quartermont's value from which NHS Emergency Services Center, LLC benefited, and is equal to or more than the amount of all payments and transfers which

Defendant Quartermont received from NHS Emergency Services Center, LLC. In addition, Defendant Quartermont paid his proportionate share of federal income taxes. The Trustee's claims against Defendant Quartermont are barred by 11 U.S.C. Section 548(c) and Section 550(b).

20. The Trustee's claims against Defendant Quartermont under Bankruptcy Code Sections 548 and 550 are barred by the applicable statutes of limitations. The transfers alleged to have been made to Defendant Quartermont allegedly took place more than two years before the date on which the Debtors' petitions were filed, and The Trustee's claims against Defendant Quartermont under Sections 548 and 550 of the Bankruptcy Code are barred by the two year statute of limitations of 11 U.S.C. 548(a)(1).

**Defenses to the Trustee's Claims for Alleged Receipt of Fraudulent  
Transfers Under Texas Business and Commerce Code Section 24.006**

21. Defendant Quartermont did not receive any payments or transfers from any of the debtor entities except for NHS Emergency Services, LLC.

22. Defendant Quartermont did not receive any payments or transfers from NHS Emergency Services, LLC which were made with actual intent to hinder, delay or defraud its creditors. There are no "Badges of Fraud" as set out in Tex. Bus. & Comm. Code Section 24.005(b). No Badges of Fraud are alleged in the Complaint. Defendant Quartermont is not liable to the Trustee under Tex. Bus. & Comm. Code § 24.005.

23. On the dates of the alleged transfers, and at all relevant times, NHS Emergency Services Center, LLC was not insolvent, and did not become insolvent as a result of any payments or transfers to Defendant Quartermont. Defendant Quartermont is not liable to the Trustee under Tex. Bus. & Comm. Code § 24.006(a).

24. Defendant Quartermont gave reasonably equivalent value for any transfers from the Debtors. Any transfer to Defendant Quartermont was in good faith for value, from which NHS Emergency Services Center, LLC benefited, and is more than the amount of all payments and transfers which Defendant Quartermont received from NHS Emergency Services Center, LLC. In addition, Defendant Quartermont paid his share of federal income taxes. Defendant Quartermont is not liable to the Trustee under Tex. Bus. & Comm. Code § 24.009(a).

25. The Trustee's claims against Defendant Quartermont under Tex. Bus. & Comm. Code § 24.006(b) are barred by the statute of limitations. For transfers to an insider which are sought to be avoided under § 24.006 (b), the statute of limitations is one year after the transfer is made. Defendant Quartermont did not receive any payments or transfers from NHS Emergency Services, LLC, or any other debtor entity, within one year before the date of the Debtors' petitions and none are alleged to have been made in the Trustee's Complaint.

### **COUNTER CLAIM**

26. The Trustee's claims against Defendant Quartermont are not merited. Defendant Quartermont is entitled to recover incurred reasonable attorney's fees for defending this Complaint from the Plaintiff, the Trustee of the Unsecured Creditor Trust of Neighbors Legacy Holdings, Inc. and its Debtor Affiliates, pursuant to Tex. Bus. & Comm. Code § 24.013. A reasonable attorney's fee for Defendant Quartermont for the services of its attorneys is the sum of at least \$20,000.00.

### **PRAYER**

Wherefore, premises considered, Defendant Stuart Quartermont prays that the Trustee take nothing from Defendant Quartermont, and that Defendant Quartermont recover its costs and reasonable attorney's fees from the Plaintiff, the Trustee of the Unsecured Creditor Trust of

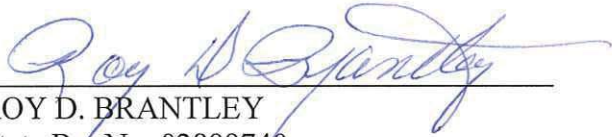


Neighbors Legacy Holdings, Inc. and its Debtor Affiliates, and for such and further relief to which Defendant Quartermont may show itself to be justly entitled.

Respectfully submitted,

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**ATTORNEY FOR DEFENDANT  
DR. STUART QUARTERMONT**

**CERTIFICATE OF SERVICE**

I certify that true copies of this answer were served upon the Trustee by email to the Trustee's attorney of record Clifford Walston of the law firm of Walston Bowlin, LLP, to email address [cliff@walstonbowlin.com](mailto:cliff@walstonbowlin.com), and on all persons who have entered an appearance in this case electronically by means of the Court's CM/ECF System contemporaneously with filing.

I certify that true copies of this motion and proposed order were served upon the Trustee, the Trustee's attorney, and all of the Defendants by mailing same, properly addressed and postage prepaid, to the persons and parties whose names are set forth in the attached Mailing list.

This service was completed on the 14<sup>th</sup> day of July, 2020.

  
\_\_\_\_\_  
ROY D. BRANTLEY

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